

Minutes
Special Board Meeting
Northwest Florida State College
April 28, 2009; 10 a.m.
College Mall Gallery

Present:

Wesley Wilkerson, Chairman
Sandy Sims, Vice Chairman, by electronic attendance
Elizabeth S. Campbell
Joseph W. Henderson
Brian Pennington
Dale Rice
Vercell Vance
Esteena K. Wells
Joseph Lorenz, Board Attorney
Bruce Culpepper, Attorney for Board

Call to Order Wesley Wilkerson

Invocation Dale Rice, Jr.

Pledge of Allegiance Esteena K. Wells

Introductions Mr. Wilkerson introduced Bruce Culpepper

Electronic Attendance The Board of Trustees approved the attendance through electronic means for Mrs. Sandy Sims, who was on vacation, to participate in the April 28, 2009 Special Board meeting (Motion: Rice; Second: Pennington. Vote for: Wilkerson, Campbell, Henderson, Pennington, Rice, Vance, and Wells.)

Approval of Agenda The Board of Trustees approved the Agenda with the amendment that Item #3, Review by Attorneys Bruce Culpepper and Joseph Lorenz of Grand Jury Findings and Presentment, be moved to Item #1 (Motion: Rice; Second: Campbell. Vote for: Wilkerson, Campbell, Henderson, Pennington, Rice, Sims, Vance, and Wells).

New Business

ACTION ITEMS

For the Record - Joseph Henderson advised the Board that he would be abstaining from voting on any items relating to Dr. Richburg's employment or compensation and filed Form 8B with the Board Secretary. Mr. Henderson provided the following reason: "On or about April 22, 2009 I was informed of an ethics complaint against me. The essence of the complaint with respect to matters before the board

to today is that because Dr. Richburg and I served on the same bank board, I am not independent with respect to my ability to appoint and evaluate the role of college president. Accordingly, in an abundance of caution and based on the advice of my attorney, I will abstain from voting on any issues that affect Dr. Richburg's employment or benefits."

Review by Attorneys

Mr. Culpepper has represented the college on three issues for the past four months: (1) the Destin EOC; (2) the employment of Ray Sansom; and, (3) Sunshine Law issues. Mr. Culpepper made clear that he represented the college in all these issues, not any individual. He was pleased with the cooperation of the administration with regard to investigations and requests for information.

Mr. Culpepper provided information on the April 17, 2009 indictment and presentment against Dr. Richburg. The entities that have been involved in the legal matters are the State Attorney, the Grand Jury, the Commission on Ethics, and the House Ethics Committee.

According to the presentment the Grand Jury was convinced that the college intended that the proposed Destin facility be used as an airplane hangar (reference on page 8 of the presentment). He advised that we cannot predict the outcome of the indictment. There are strong positions on both sides.

The other issue was the possible violation of the Sunshine Law (reference page 7 of the presentment). Mr. Culpepper is convinced that no such violation took place. He advised the trustees to avoid all appearances of violating the Sunshine Law.

Mr. Culpepper stated that he has asked both the defense attorney and the state's attorney about the timing of the anticipated process. He was told anywhere from 6-12 months. The state attorney is gathering a list of potential witnesses, which may involve trustees, that will be approached by both the state's attorney and the defense attorney. At this time there are six boxes of materials and more to come, all to be reviewed in great depth. There might be more investigation from the House Committee on Ethics. Mr. Kahn, the investigator, was planning to attend today, but was unable to be here. His report will be ready in another month.

Chairman Wilkerson advised the Board that Mr. Culpepper's services for which we retained him have been fulfilled. The board requested that Mr. Culpepper remain available to Mr. Lorenz and/or to them in the future.

(Motion: Pennington; Second: Rice. Vote for: Wilkerson, Sims, Campbell, Henderson, Pennington, Rice, and Vance; Vote against: Wells – has own attorney on hold until needed.)

Ms. Sims asked if Mr. Odom was indicted. Mr. Culpepper advised that he did not choose to go before the Grand Jury and was not indicted. She asked about the Sunshine Law violation. Mr. Culpepper believes there will be no further action on this issue.

Ms. Sims asked if Mr. Lorenz had been asked by Dr. Richburg to represent him. Mr. Lorenz said “no” and that he represents the trustees: he is the Board Attorney. Mr. Lorenz said that he received two calls from Dr. Richburg since the indictment, asking Mr. Lorenz if the college could provide his legal defense. Mr. Lorenz advised him to get individual counsel. Dr. Richburg also called to advise that the shooter in the Chautauqua incident had been apprehended.

Options on Dr. Richburg's Status

Mr. Lorenz advised the board that the options available to the board are to suspend or terminate the president. Suspension can be with or without pay. He also advised that the Governor has the authority to suspend a college president.

Mr. Lorenz expressed a concern regarding how health and life insurance would be impacted under a suspension. It could be a potential liability if the college refuses to pay the insurance and Dr. Richburg has a serious medical issue, and he is found not guilty. If the college continues to pay his medical/life insurance and he is found guilty, the college can seek to recoup the funds from Dr. Richburg. Mr. Lorenz also reminded the board that if the Governor suspends Dr. Richburg, it will out of the board's hands with regard to insurance coverage.

Ms. Sims asked if he could be covered through COBRA for 18 months at his expense. Ms. Murphy said that he could unless the status becomes gross misconduct. Mr. Vance asked if the Governor could terminate Dr. Richburg and Mr. Lorenz said that he thinks not, but the Governor could suspend him.

Mr. Lorenz advised that if the trustees decide to terminate the president, they have to state the reasons for termination. If the president is terminated without “good cause” the college could be vulnerable to legal action.

Mr. Wilkerson reiterated that the options available to the Board were suspension or removal, but Dr. Richburg could also be asked to resign.

Trustees Wells and Sims expressed their concern about Dr. Richburg's leadership effectiveness following not only this controversy, but also the Kelly Estate issue and the employment of Bo Johnson. Ms. Wells felt her trust had been violated. Trustee Sims stated that she believed that both of those incidents have led to a feeling of distrust within the community.

Mr. Pennington expressed his concern with regard to the image of leadership that we are portraying to the college's students and in our community if we allow this controversy to continue.

Mr. Rice expressed that the Board or college does not need a black eye. At this point the Board needs to make a decision and end this controversy. The Board/college has to work with the media and look at being committed to serving students. We need new leadership.

Mr. Vance expressed his concern for a man who has given himself to the college and community for 22 years. The action that would be most fitting would be to put Dr. Richburg on conditional suspension now, then evaluate the Board's options. This would give Dr. Richburg time to evaluate his situation. The media should not be our concern, but rather the career of the man who has served us well.

Mrs. Campbell expressed that it is too soon to make a decision of this magnitude. The Board needs to give the issues more time and thought.

Mr. Henderson said that the Board needs to do what is best for the college and the trustees. He commented that the Board could not afford to wait a year for resolution.

Chairman Wilkerson expressed his desire to place Dr. Richburg on suspension to give him a chance to submit a resignation of his own will.

Termination of President

Ms. Sandy Sims expressed her disappointment that, to this point, Dr. Richburg has not offered his resignation in an effort to move the college forward. Since all of the events surrounding the college recently have distracted from the mission of the college and in an effort to move this college forward, Ms. Sims moved that the Board terminate Dr. Richburg's employment with the college effective today

(Motion: Sims; Second: Wells. Vote for: Sims, Wells, Rice, and Pennington. Against: Campbell, Vance, and Wilkerson. Joseph Henderson abstained having stated his conflict. Motion carried on a 4-3 vote to terminate Dr. James R. Richburg effective today.)

Appointment, Interim
President

The Board of Trustees approved the appointment of Dr. Jill J. White as Interim College president along with her contract for the position (motion: Rice; Second: Campbell. Approved unanimously).

Destin Project

Mr. Jim Dowling, Architect for the Destin EOC Project provided a synopsis of the project development for the trustees. Chairman Wilkerson asked Dr. Gary Yancey if there had ever been any discussion with Dr. Richburg for the potential renting space out to a private firm. Dr. Yancey answered that he and Dr. Richburg had discussed this possibility of renting back, for income, a portion to Destin Jet to have a FBO at the facility. However, after the appropriation, by signing of the sublease, Destin Jet, the college, and the county confirmed that the facility could only be used as an educational center, EOC, or for another public purpose. Per Dr. Yancey's answer, the trustees were surprised as they had not known of these discussions or the possibility of renting the facility back to Destin Jet.

Chairman Wilkerson commented that the process through which the funds were appropriated for the college was legal and the college acted in good faith. Mr. Sansom was doing what all representatives do for their districts.

Chairman Wilkerson asked the Board of Trustees to consider the letter received from Governor Crist asking the college effectively return the \$310,000 that had been received and disbursed by the college for the project.

The Board of Trustees approved putting the project on hold and appeal to the state on not returning the money since it was spent in good faith on a state-approved project. The trustees are also concerned with regard to the impact of the college's budget if the \$310,000 is returned. A letter will be written to Governor Crist stating that it is the Board's intention to return the money, but prior to the return, the board would like the opportunity to negotiate on returning of the money (Motion: Wells; Second: Sims. Vote for: Wilkerson, Sims, Campbell, Henderson, Pennington, Rice, Vance, and Wells).

Comments by Visitors: Don Gates congratulated the Board on not returning the money until some negotiations have taken place with the state. He also asked that agendas be made available to everyone attending board meetings.

Chuck Bolton expressed his disappointment with the Board of Trustees and the actions they had taken to terminate Dr. Richburg.

Gaius Bruce stated that he, too, was disappointed with the action taken by the Board of Trustees in terminating Dr. Richburg. He expressed his opinion that the Board has discredited a great leader and person.

Sabu Williams stated that he could not understand why the Board would choose to terminate Dr. Richburg when they had an alternative available to them.

Adjournment

The meeting adjourned at 1:45 p.m.

Jill J. White, Interim President
Northwest Florida State College
and Corporate Secretary

Wesley Wilkerson, Chairman
Board of Trustees
Northwest Florida State College